

**UNITED STATES DISTRICT COURT
FOR THE DISTRICT OF PUERTO RICO**

In re:

THE FINANCIAL OVERSIGHT AND MANAGEMENT
BOARD FOR PUERTO RICO,

as representative of

THE COMMONWEALTH OF PUERTO RICO, *et al.*,

Debtors.¹

In re:

THE FINANCIAL OVERSIGHT AND MANAGEMENT
BOARD FOR PUERTO RICO,

as representative of

PUERTO RICO ELECTRIC POWER AUTHORITY
("PREPA"),

Debtor.

PROMESA
Title III

No. 17 BK 3283-LTS

(Jointly Administered)

PROMESA
Title III

No. 17 BK 4780-LTS

Re: ECF Nos. 1951, 1973, 1974

¹ The Debtors in these Title III Cases, along with each Debtor's respective Title III case number and the last four (4) digits of each Debtor's federal tax identification number, as applicable, are the (i) Commonwealth of Puerto Rico ("Commonwealth") (Bankruptcy Case No. 17-BK-3283- LTS) (Last Four Digits of Federal Tax ID: 3481); (ii) Puerto Rico Sales Tax Financing Corporation ("COFINA") (Bankruptcy Case No. 17-BK-3284-LTS) (Last Four Digits of Federal Tax ID: 8474); (iii) Puerto Rico Highways and Transportation Authority ("HTA") (Bankruptcy Case No. 17-BK-3567-LTS) (Last Four Digits of Federal Tax ID: 3808); (iv) Employees Retirement System of the Government of the Commonwealth of Puerto Rico ("ERS") (Bankruptcy Case No. 17-BK-3566-LTS) (Last Four Digits of Federal Tax ID: 9686); (v) Puerto Rico Electric Power Authority ("PREPA") (Bankruptcy Case No. 17- BK-4780-LTS) (Last Four Digits of Federal Tax ID: 3747); and (vi) Puerto Rico Public Buildings Authority ("PBA") (Bankruptcy Case No. 19-BK-5523-LTS) (Last Four Digits of Federal Tax ID: 3801) (Title III case numbers are listed as Bankruptcy Case numbers due to software limitations).

PUERTO RICO ELECTRIC POWER AUTHORITY,

Movant,

v.

WINDMAR RENEWABLE ENERGY, UNIÓN DE TRABAJADORES DE LA INDUSTRIA ELÉCTRICA Y RIEGO, INC., COMITÉ DIALOGO AMBIENTAL, INC., EL PUENTE DE WILLIAMSBURG, INC. - ENLACE LATINO DE ACCIÓN CLIMÁTICA, COMITÉ YABUCOEÑO PRO-CALIDAD DE VIDA, INC., ALIANZA COMUNITARIA AMBIENTALISTA DEL SURESTE, INC., SIERRA CLUB PUERTO RICO, INC., MAYAGÜEZANOS POR LA SALUD Y EL AMBIENTE, INC., COALICIÓN DE ORGANIZACIONES ANTI INCINERACIÓN, INC., AMIGOS DEL RÍO GUAYNABO, INC., CAMPAMENTO CONTRA LAS CENIZAS EN PEÑUELAS, INC., and CAMBIO PR, INC.

Respondents.

**URGENT CONSENSUAL MOTION OF PREPA FOR LEAVE TO EXCEED PAGE LIMIT FOR OMNIBUS REPLY TO RESPONSES TO PREPA'S URGENT MOTION FOR ENTRY OF AN ORDER AUTHORIZING PREPA TO ASSUME CERTAIN CONTRACTS WITH ECOELÉCTRICA, L.P. AND GAS NATURAL
APROVISIONAMIENTOS SDG, S.A.**

To the Honorable United States District Court Judge Laura Taylor Swain:

The Financial Oversight and Management Board for Puerto Rico (the “Oversight Board”), in its capacity as the representative of the Puerto Rico Electric Power Authority (“PREPA” or the “Debtor”) in its Title III case pursuant to section 315(b) of the *Puerto Rico Oversight, Management, and Economic Stability Act* (“PROMESA”),² respectfully submits this urgent motion (the “Urgent Motion”) requesting entry of an order, substantially in the form annexed hereto as **Exhibit A** (the “Proposed Order”), allowing the Debtor to exceed the fifteen (15) page limit set forth in Paragraph I.E. of the *Eleventh Amended Notice, Case Management and Administrative Procedures* [ECF No. 11885-1] (“Case Management Procedures”) for memoranda of law in support of replies with respect to the Debtor’s omnibus reply (“Omnibus Reply”) to responses and objections received to *PREPA’s Urgent Motion for Entry of an Order Authorizing PREPA to Assume Certain Contracts with EcoEléctrica, L.P. and Gas Natural Aprovisionamientos SDG, S.A.* [ECF No. 1951] (the “Motion to Assume”).³ **Respondents do not oppose the relief requested herein.** In support of this Urgent Motion, Movant respectfully states as follows:

Jurisdiction and Venue

1. The United States District Court for the District of Puerto Rico (the “Court”) has subject-matter jurisdiction over this matter pursuant to PROMESA § 306(a).
2. Venue is proper pursuant to PROMESA § 307(a).

² PROMESA is codified at 48 U.S.C. §§ 2101-2241.

³ Capitalized terms used but not otherwise defined herein shall have the meaning given to them in the Motion to Assume.

Relief Requested

3. Movant respectfully requests leave to exceed the page limits for memoranda of law in support of replies laid out in the Case Management Procedures, and instead propose that their Omnibus Reply in support of the Motion to Assume be limited to no more than thirty (30) pages, exclusive of the cover page, tables of contents and authorities, signature pages, exhibits, and certificate of service.

Basis for Relief

4. Paragraph I.E. of the Case Management Procedures provides that “[u]nless prior permission has been granted . . . memoranda of law in support of Replies are limited to fifteen (15) pages.” Case Management Procedures ¶ I.E.

5. On April 1, 2020, PREPA filed its Motion to Assume. The Oversight Board, at UTIER’s request, agreed to a short extension of the briefing schedule on the Motion to Assume. *See* ECF No. 1958. The Court granted the extension [ECF No. 1960] setting May 18, 2020 as the deadline for the Oversight Board to file a reply and setting a hearing on the motion for June 3, 2020 at 9:30 a.m. (AST).

6. On April 27, 2020, Unión de Trabajadores de la Industria Eléctrica y Riego Inc. (“UTIER”), together with certain environmental advocacy groups, filed an objection [ECF No. 1974] and Windmar Renewable Energy (“Windmar”) filed its objection [ECF No. 1973] to the Motion to Assume.

7. To adequately respond to all arguments contained in Respondents’ objections, the Debtor respectfully requests leave to file a single Omnibus Reply not to exceed thirty (30) pages in length, exclusive of the cover page, the table of contents, the table of authorities, the signature page, exhibits, and the certificate of service.

8. The Debtor respectfully submits that the request made herein is reasonable in light of the volume of objections received, as described above.

9. Finally, no prior request for the relief sought in this Urgent Motion has been made to this or any other court.

CERTIFICATION

10. Pursuant to Section I.H. of the *Eleventh Amended Notice, Case Management and Administrative Procedures* [ECF No. 11885-1], undersigned counsel certifies that it engaged in reasonable, good-faith communications with counsel to Respondents regarding the requested extension, and **these parties do not oppose the requested relief**. Moreover, in accordance with Local Bankruptcy Rule 9013-1(a)(2), undersigned counsel certifies that counsel has carefully examined the matter and concluded that there is a true need for expedited consideration of the Urgent Motion, and that the Debtor has not created the urgency through lack of due diligence on their part.

[*Remainder of Page Intentionally Left Blank*]

WHEREFORE the Debtor respectfully requests the Court enter the Proposed Order attached as Exhibit A, granting the relief requested herein and all other relief as is just and proper.

Dated: May 14, 2020
San Juan, Puerto Rico

Respectfully submitted,

/s/ Martin J. Bienenstock

Martin J. Bienenstock (*pro hac vice*)
Paul V. Possinger (*pro hac vice*)
Ehud Barak (*pro hac vice*)
Daniel S. Desatnik (*pro hac vice*)
PROSKAUER ROSE LLP
Eleven Times Square
New York, NY 10036
Tel: (212) 969-3000
Fax: (212) 969-2900
mbienenstock@proskauer.com
ppossinger@proskauer.com
ebarak@proskauer.com
ddesatnik@proskauer.com

Attorneys for the Financial Oversight and Management Board for Puerto Rico, as representative for the Puerto Rico Electric Power Authority

/s/ Luis F. del Valle
Luis F. del Valle-Emmanuelli
USDC-PR No. 209514
P.O. Box 79897
Carolina, Puerto Rico 00984-9897
Tel. 787.647.3503
Fax N/A
dvelawoffices@gmail.com

OF COUNSEL FOR
A&S LEGAL STUDIO, PSC
434 Avenida Hostos
San Juan, PR 00918
Tel. (787) 751-6764/763-0565
Fax (787) 763-8260
Co-Attorneys for the Financial Oversight and Management Board as Representative for PREPA

CERTIFICATE OF SERVICE

I hereby certify that, on this same date, I electronically filed the foregoing with the Clerk of the Court using the CM/ECF system, which will send notifications of such filing to all CM/ECF participants in this case.

/s/ Luis F. del Valle
Luis F. del Valle-Emmanuelli